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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x Chapter 11
In re: :
: :
DELPHI CORPORATION, et al., : Case No 05-44481 (RDD)
: :
Debtor. : (Jointly Administered)
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**WITHDRAWAL OF AMENDED LIMITED OBJECTION OF CORNING
INCORPORATED (“CORNING”) TO THE ASSUMPTION OF, AND THE CURE
AMOUNTS ASSERTED BY DEBTOR, FOR CONTRACTS 50186, 50187, 50188 AND
50189 IN DEBTOR’S NOTICES OF ASSUMPTION AND ASSERTED CURE AMOUNTS
IN CONNECTION WITH THE SALE OF DEBTOR’S CATALYST BUSINESS**

Background

1. Pursuant to the Order under 11 U.S.C. § 363 And Fed. R. Bankr. P. 2002 And 9014 (i) Approving Bidding Procedures, (ii) Granting Certain Bid Protections, (iii) Approving Form And Manner Of Sale Notices, And (iv) Setting A Sale Hearing (the “Bidding Procedures Order”) entered by the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) on June 29, 2007, Delphi Corporation (“Delphi”) and certain of its affiliates, (collectively “Debtor”) have entered into a Master Sale And Purchase Agreement (“Agreement”) with Umicore and certain of its affiliates (the “Purchasers”) for the purchase of substantially all of the assets exclusively used in the catalyst business of Delphi Corporation.

2. Pursuant to the terms of the Bidding Procedures Order Debtor served Corning Incorporated (“Corning”) with two Notices each dated July 5, 2007 one advising of an intent by Debtor to assume certain contracts designated by “Contract Order No” and the other setting forth proposed cure amounts for contracts denominated in the Notice as 50186, 50187, 50188 and 50189 in Exhibit 1 of the Cure Amount Notice. (“Contracts”).

Limited Objection to Cure Amounts

3. On July 13, 2007, Corning filed a Limited Objection to the proposed assumption and assignment and designation of cure amounts. On August 6, 2007 Corning filed an Amended Limited Objection withdrawing any objection to the Assumption and Assignment but continuing its objection to the proposed cure amounts set forth for contracts denominated in the Notice as 50186, 50187, 50188 and 50189.

Agreement as to Cure Amounts

4. Since filing the Amended Limited Objection to the cure amounts, the parties have entered into negotiations towards reaching a consensual resolution of the cure amount due. As a result, the parties have agreed that Corning is entitled to a cure claim in the amount of \$2,126,226 and Corning has agreed to withdraw any objection to the cure amount.

5. Therefore Corning hereby withdraws any objection to the cure amounts on the representation of Debtor that the amount of the cure will be fixed at \$2,126,226 for the Contracts.

Dated: August 15, 2007
New York, New York

Nixon Peabody LLP

By: /s/ Dennis J. Drebsky
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